

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|--|---|-------------------------|
| |) | |
| In re: |) | Chapter 11 |
| |) | |
| Genesis Global Holdco, LLC, <i>et al.</i> , ¹ |) | Case No. 23-10063 (SHL) |
| |) | |
| Debtors. |) | (Jointly Administered) |
| |) | |

**COVER SHEETS FOR EIGHTH MONTHLY
APPLICATION OF MOELIS & COMPANY LLC FOR COMPENSATION FOR
PROFESSIONAL SERVICES RENDERED AND REIMBURSEMENT OF ACTUAL
AND NECESSARY EXPENSES AS INVESTMENT BANKER TO THE DEBTORS
FROM OCTOBER 1, 2023 THROUGH AND INCLUDING OCTOBER 31, 2023**

| | |
|--|---|
| Name of applicant: | Moelis & Company LLC |
| Authorized to provide professional services to: | Debtors |
| Date of retention order: | March 21, 2023 (effective as of January 19, 2023) |
| Period for which compensation and reimbursement are sought (the “ <i>Compensation Period</i> ”): | October 1, 2023 through October 31, 2023 |
| Amount of compensation sought: | \$200,000 |
| Amount of payment requested for compensation: | \$160,000 |
| Amount of expense reimbursement sought: | \$510.29 ² |
| Amount of payment requested for expense reimbursement: | \$510.29 |
| This is a(n): | Monthly Application |

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); and Genesis Asia Pacific Pte. Ltd (2164R). The location of the Debtors’ principal place of business is 250 Park Avenue South, 5th Floor, New York, NY 10003.

² Please note that certain vendor invoices may not be received until after the end of the month for which such service was provided. Accordingly, Moelis & Company LLC reserves the right to include such unbilled expenses in subsequent fee applications.

**SUMMARY OF PROFESSIONALS' TIME DURING COMPENSATION PERIOD OF
OCTOBER 1, 2023 THROUGH AND INCLUDING OCTOBER 31, 2023**

| | Hours Summary | | | | |
|------------------------|-------------------|-------------------|-------------------|-------------------|-------------------|
| | Jared Dermont | Michael DiYanni | Barak Klein | Brian Tichenor | Andrew Swift |
| | Managing Director | Managing Director | Managing Director | Managing Director | Managing Director |
| October 1 - October 31 | 7 hour(s) | 33 hour(s) | 37 hour(s) | 15 hour(s) | 13 hour(s) |
| Total | 7 hour(s) | 33 hour(s) | 37 hour(s) | 15 hour(s) | 13 hour(s) |

| | Hours Summary | | | | |
|------------------------|--------------------|-------------------|-------------------|-------------------|-------------------|
| | Jason Soto | Brendon Barnwell | Benjamin Dipietro | Olivier Backes | Jason Roden |
| | Executive Director | Vice President | Associate | Associate | Analyst |
| October 1 - October 31 | 9 hour(s) | 26 hour(s) | 19 hour(s) | 34 hour(s) | 34 hour(s) |
| Total | 9 hour(s) | 26 hour(s) | 19 hour(s) | 34 hour(s) | 34 hour(s) |

**SUMMARY OF EXPENSES DURING COMPENSATION PERIOD OF
OCTOBER 1, 2023 THROUGH AND INCLUDING OCTOBER 31, 2023**

| Category | |
|--|-----------------|
| Meals | 491.55 |
| Ground Transportation | 18.74 |
| Total Expense Payment Requested | \$510.29 |

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|--|---|-------------------------|
| |) | |
| In re: |) | Chapter 11 |
| |) | |
| GENESIS GLOBAL HOLDCO, LLC, <i>et al.</i> , ¹ |) | Case No. 23-10063 (SHL) |
| |) | |
| Debtors. |) | (Jointly Administered) |
| |) | |

**EIGHTH MONTHLY
APPLICATION OF MOELIS & COMPANY LLC FOR COMPENSATION FOR
PROFESSIONAL SERVICES RENDERED AND REIMBURSEMENT OF ACTUAL
AND NECESSARY EXPENSES AS INVESTMENT BANKER TO THE DEBTORS
FROM OCTOBER 1, 2023 THROUGH AND INCLUDING OCTOBER 31, 2023**

Pursuant to sections 328 and 330 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532, as amended (the “**Bankruptcy Code**”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “**Local Bankruptcy Rules**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [D.I. 101] (the “**Interim Compensation Order**”), Moelis & Company LLC (“**Moelis**”), the retained investment banker to the above-captioned debtors and debtors-in-possession (the “**Debtors**”), hereby submits this eighth monthly application (this “**Application**”) for the allowance of compensation for professional services performed by Moelis for the period from October 1, 2023 through and including October 31, 2023 (the “**Compensation Period**”), and reimbursement of its actual and necessary expenses incurred during the Compensation Period. By this Application, Moelis seeks (a) approval of compensation

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); and Genesis Asia Pacific Pte. Ltd (2164R). The location of the Debtors’ principal place of business is 250 Park Avenue South, 5th Floor, New York, NY 10003.

for services rendered in the amount of \$200,000, for the Compensation Period pursuant to Moelis' approved Engagement Letter (defined below), and (b) approval of reimbursement of actual and necessary expenses in the amount of \$510.29 incurred during the Compensation Period. In support of this Application, Moelis respectfully represents as follows:

Background

1. On January 19, 2023 (the "**Petition Date**"), the Debtors each commenced with this Court a voluntary case under chapter 11 of the Bankruptcy Code (collectively, the "**Chapter 11 Cases**"). The Chapter 11 Cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b). The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On February 3, 2023, the Office of the United States Trustee for Region 2 (the "**U.S. Trustee**") appointed the official committee of unsecured creditors (the "**Committee**") pursuant to section 1102 of the Bankruptcy Code. [D.I. 53]. No trustee or examiner has been appointed in these Chapter 11 Cases.

2. Additional factual background and information regarding the Debtors, including their business operations, their corporate and capital structure, their restructuring activities, and the events leading to the commencement of these Chapter 11 Cases, is set forth in detail in the *Declaration of A. Derar Islam in Support of First Day Motions and Applications in Compliance with Local Rule 1007-2* [D.I. 17].

3. On March 21, 2023, the Court entered an order authorizing the Debtors to retain Moelis as their investment banker, effective as of the Petition Date [D.I. 151] (the "**Retention Order**") in accordance with the engagement letter attached thereto (the "**Engagement Letter**"), subject to the modifications stated in the Retention Order.

**COMPENSATION REQUESTED FOR
SERVICES RENDERED DURING THE COMPENSATION PERIOD**

4. Moelis' requested compensation for the Compensation Period includes its Monthly Fee (as defined in the Engagement Letter) for October 2023 in the amount of \$200,000.

5. During the Compensation Period, Moelis' investment banking professionals rendered approximately 227 hours of services to the Debtors, based on the time records those professionals maintained pursuant to the Retention Order. As stated in the Debtors' application to retain Moelis [D.I. 151], (a) it is not the general practice of investment banking firms such as Moelis to keep detailed time records similar to those customarily kept by attorneys; and (b) Moelis does not ordinarily keep time records on a "project category" basis.

6. Moelis' work on behalf of the Debtors during the Compensation Period involved tasks that are briefly summarized below. The summary is not intended to be a detailed description of the work Moelis has performed during the Compensation Period, but rather is a guideline offered to the Court and other interested parties with respect to the services performed by Moelis.

- (a) **Meetings and Calls with Management and Creditors.** During the Compensation Period, Moelis participated in calls and meetings with management, the Debtors' other professionals and creditors and the creditors' advisors. These calls covered various topics, including but not limited to the chapter 11 process, liquidity, financial scenario analysis, recovery analysis, and restructuring strategy. Moelis prepared materials for management and creditors and provided strategic advice regarding these chapter 11 cases. Moelis participated in meetings with the Debtors' management and board of directors and presented materials regarding the Debtors' restructuring and strategic matters. Moelis also presented weekly updates to the Special Committee of the Board of Directors of Genesis Global Holdco, LLC.
- (b) **Plan of Reorganization Process.** Moelis worked with the Debtors and their advisors to prepare, analyze, and negotiate potential plan of reorganization alternatives and their corresponding impact on account holder recovery. Moelis facilitated diligence for and helped the Debtors prepare materials for various parties in interest in this process. Moelis helped management to diligence financial models upon which the Debtors could evaluate plan of reorganization alternatives. In support of these efforts, Moelis conducted numerous calls with Debtors' management and their other advisors to refine such analysis.

- (c) **Strategic Alternatives.** Moelis reviewed and analyzed potential strategic alternatives, including, among other things, M&A transactions, asset sales, and a standalone plan of reorganization.
- (d) **Administrative Matters.** Moelis conducted investment banking and capital market services, including, but not limited to, services related to these chapter 11 cases generally, retention matters, chapter 11 procedures, and communications, administrative functions, and other matters not falling into any of the service categories listed above.

7. Moelis' time records for the Compensation Period, maintained in accordance with the Retention Order, are annexed hereto as **Exhibit A**. Pursuant to the Retention Order, the requirements of the Bankruptcy Code, the Bankruptcy Rules, the U.S. Trustee Guidelines and Local Rules have been modified such that Moelis' restructuring professionals are required only to keep reasonably detailed time records in one-hour increments; Moelis' non-restructuring professionals and personnel in administrative departments (including internal legal) are not required to maintain time records; Moelis' professionals are not required to keep time records on a project category basis; and Moelis is not required to provide or conform to any schedules of hourly rates.

8. To the extent this Application does not comply in every respect with the requirements of the Bankruptcy Code, the Bankruptcy Rules, the U.S. Trustee Guidelines and Local Rules (as modified by the Retention Order), Moelis respectfully requests a waiver for any such technical non-compliance.

**REQUEST FOR REIMBURSEMENT OF EXPENSES
INCURRED DURING THE COMPENSATION PERIOD**

9. Expenses incurred by Moelis for the Compensation Period totaled \$510.29. A detailed description of the expenses Moelis incurred during the Compensation Period is annexed hereto as **Exhibit B**. The expenses incurred by Moelis during the Compensation Period include

attorneys' fees and expenses of its outside legal counsel relating to retention issues and services performed by Moelis, invoices supporting which are included in **Exhibit B**.

10. Moelis has made every reasonable effort to minimize its disbursements in these chapter 11 cases. All of the fees and expenses for which allowance and payment is requested by Moelis in this Application are reasonable and necessary, and Moelis' work was performed for and on behalf of the Debtors during the Compensation Period. In seeking reimbursement of an expenditure, Moelis is requesting reimbursement "at cost" and does not make a profit on such expenditure.

WHEREFORE, pursuant to the Interim Compensation Order, Moelis respectfully requests that an allowance be made to Moelis for 100% of its fees of \$200,000 and 100% of its expenses of \$510.29 incurred during the Compensation Period. Moelis also respectfully requests authorization for the Debtors to pay to Moelis \$160,000 in fees (representing 80% of its fees requested herein), plus \$510.29 (representing 100% of the expense reimbursement requested herein).

Dated: December 11, 2023
New York, New York

MOELIS & COMPANY LLC

By: /s/ Jared Dermont
Name: Jared Dermont
Title: Managing Director
Moelis & Company LLC
*Investment Banker to the Debtors
and Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

GENESIS GLOBAL HOLDCO, LLC, *et al.*,¹

Debtors.

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)
)
)
)

Chapter 11

Case No. 23-10063 (SHL)

(Jointly Administered)

**CERTIFICATION OF COMPLIANCE WITH GUIDELINES AND LOCAL RULES
FOR FEES AND DISBURSEMENTS FOR PROFESSIONALS
IN SOUTHERN DISTRICT OF NEW YORK BANKRUPTCY CASES**

I, Jared Dermont, certify that:

1. I am a Managing Director and head of the Financial Institutions Group (the “FIG Group”) at Moelis & Company LLC (“Moelis”), the investment banker to the Debtors in these chapter 11 cases. This certification is made pursuant to the *United States Trustee’s Guidelines for Reviewing applications for Compensation and Reimbursement of Expenses filed Under 11 U.S.C. § 330* (the “**Guidelines**”) in support of Moelis’ foregoing eighth monthly fee application (the “**Application**”).² I am Moelis’ Certifying Professional as defined in the Guidelines.

2. I have read the Application and reviewed the requirements of the Local Rules. I certify that, to the best of my knowledge, information, and belief formed after reasonable inquiry, except as specifically indicated to the contrary herein or in the Application or to the extent compliance has been modified or waived by the Retention Order: (a) the Application complies with the Guidelines and the Local Rules; and (b) the fees and disbursements sought by Moelis fall

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² Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to them in the Application.

within the Guidelines and are billed in accordance with practices customarily employed by Moelis and generally accepted by Moelis' clients (though Moelis normally does not bill its clients by the hour). In seeking reimbursement of an expense, Moelis does not make a profit on that reimbursement.

3. Pursuant to the Retention Order, the requirements of the Bankruptcy Code, the Bankruptcy Rules, the U.S. Trustee Guidelines, and Local Rules have been modified such that Moelis' investment banking professionals are required only to keep reasonably detailed time records in one-hour increments, Moelis' non-restructuring professionals and personnel in administrative departments (including internal legal) are not required to keep time records, Moelis' professionals are not required to keep time records on a project category basis, and Moelis is not required to provide or conform to any schedules of hourly rates. As stated in the Debtors' application to retain Moelis [D.I. 151], (a) it is not the general practice of investment banking firms such as Moelis to keep detailed time records similar to those customarily kept by attorneys; and (b) Moelis does not ordinarily keep time records on a "project category" basis.

Dated: December 11, 2023
New York, New York

/s/ Jared Dermont
Jared Dermont
Managing Director
Moelis & Company LLC

EXHIBIT A — SUMMARY TIME RECORDS FOR COMPENSATION PERIOD

| Date | Jared Dermont Managing Director | Michael DiYanni Managing Director | Barak Klein Managing Director | Brian Tichenor Managing Director | Andrew Swift Managing Director |
|--------------|------------------------------------|--------------------------------------|----------------------------------|-------------------------------------|-----------------------------------|
| 10/01/23 | - | 1 hour(s) | 2 hour(s) | 1 hour(s) | - |
| 10/02/23 | - | 1 hour(s) | - | - | - |
| 10/03/23 | - | 2 hour(s) | 5 hour(s) | 1 hour(s) | 2 hour(s) |
| 10/04/23 | - | - | 2 hour(s) | - | - |
| 10/05/23 | - | 2 hour(s) | - | - | - |
| 10/06/23 | 2 hour(s) | 2 hour(s) | 3 hour(s) | 2 hour(s) | 2 hour(s) |
| 10/07/23 | - | - | 1 hour(s) | - | - |
| 10/08/23 | - | - | - | - | - |
| 10/09/23 | - | 1 hour(s) | 1 hour(s) | - | - |
| 10/10/23 | - | - | 2 hour(s) | - | 1 hour(s) |
| 10/11/23 | - | - | 2 hour(s) | - | - |
| 10/12/23 | 1 hour(s) | 4 hour(s) | 3 hour(s) | 2 hour(s) | 1 hour(s) |
| 10/13/23 | - | - | - | - | - |
| 10/14/23 | - | - | - | - | - |
| 10/15/23 | - | - | - | - | - |
| 10/16/23 | 1 hour(s) | 2 hour(s) | 2 hour(s) | 1 hour(s) | 1 hour(s) |
| 10/17/23 | - | 2 hour(s) | 1 hour(s) | - | 1 hour(s) |
| 10/18/23 | - | - | - | - | - |
| 10/19/23 | - | 2 hour(s) | 1 hour(s) | - | - |
| 10/20/23 | - | 1 hour(s) | - | - | - |
| 10/21/23 | - | - | - | - | - |
| 10/22/23 | - | 3 hour(s) | 2 hour(s) | 1 hour(s) | - |
| 10/23/23 | - | - | - | - | - |
| 10/24/23 | 3 hour(s) | 3 hour(s) | 3 hour(s) | 3 hour(s) | 3 hour(s) |
| 10/25/23 | - | 5 hour(s) | 3 hour(s) | 3 hour(s) | 1 hour(s) |
| 10/26/23 | - | 1 hour(s) | 1 hour(s) | 1 hour(s) | - |
| 10/27/23 | - | - | 1 hour(s) | - | - |
| 10/28/23 | - | - | 2 hour(s) | - | - |
| 10/29/23 | - | - | 1 hour(s) | - | - |
| 10/30/23 | - | - | - | - | - |
| 10/31/23 | - | 1 hour(s) | - | - | 1 hour(s) |
| Total | 7 hour(s) | 33 hour(s) | 37 hour(s) | 15 hour(s) | 13 hour(s) |

| Date | Jason Soto Executive Director | Brendon Barnwell Vice President | Olivier Backes Associate | Benjamin DiPietro Associate | Jason Roden Analyst |
|--------------|----------------------------------|------------------------------------|-----------------------------|--------------------------------|------------------------|
| 10/01/23 | - | - | - | - | - |
| 10/02/23 | - | 2 hour(s) | 2 hour(s) | 1 hour(s) | 1 hour(s) |
| 10/03/23 | 2 hour(s) | 2 hour(s) | 3 hour(s) | 2 hour(s) | 2 hour(s) |
| 10/04/23 | - | - | - | - | - |
| 10/05/23 | - | - | 1 hour(s) | - | - |
| 10/06/23 | 1 hour(s) | 2 hour(s) | 1 hour(s) | 2 hour(s) | 2 hour(s) |
| 10/07/23 | - | - | - | - | - |
| 10/08/23 | - | - | - | - | - |
| 10/09/23 | - | - | - | - | - |
| 10/10/23 | 1 hour(s) | 1 hour(s) | 3 hour(s) | 1 hour(s) | 3 hour(s) |
| 10/11/23 | - | - | 2 hour(s) | - | 2 hour(s) |
| 10/12/23 | 1 hour(s) | 4 hour(s) | 4 hour(s) | 2 hour(s) | 2 hour(s) |
| 10/13/23 | - | - | 1 hour(s) | - | - |
| 10/14/23 | - | - | - | - | - |
| 10/15/23 | - | - | - | - | - |
| 10/16/23 | 1 hour(s) | 3 hour(s) | - | - | - |
| 10/17/23 | 1 hour(s) | 1 hour(s) | 1 hour(s) | 1 hour(s) | 1 hour(s) |
| 10/18/23 | - | - | - | - | - |
| 10/19/23 | - | 3 hour(s) | 2 hour(s) | 1 hour(s) | 1 hour(s) |
| 10/20/23 | - | - | 1 hour(s) | - | 4 hour(s) |
| 10/21/23 | - | - | 2 hour(s) | - | - |
| 10/22/23 | - | 3 hour(s) | 3 hour(s) | 1 hour(s) | 2 hour(s) |
| 10/23/23 | - | - | - | - | - |
| 10/24/23 | 1 hour(s) | 3 hour(s) | 1 hour(s) | 4 hour(s) | 4 hour(s) |
| 10/25/23 | - | 4 hour(s) | 2 hour(s) | 2 hour(s) | 2 hour(s) |
| 10/26/23 | - | - | 1 hour(s) | - | - |
| 10/27/23 | - | - | - | - | - |
| 10/28/23 | - | - | - | - | - |
| 10/29/23 | - | - | - | - | - |
| 10/30/23 | - | - | 1 hour(s) | - | 3 hour(s) |
| 10/31/23 | 1 hour(s) | 1 hour(s) | 3 hour(s) | 2 hour(s) | 5 hour(s) |
| Total | 9 hour(s) | 26 hour(s) | 34 hour(s) | 19 hour(s) | 34 hour(s) |

| Professional | Date | Hours | Description |
|-------------------|------------|-----------|--|
| Barak Klein | 10/1/2023 | 1 hour(s) | Call re Gemini proposal |
| Barak Klein | 10/1/2023 | 1 hour(s) | multiple calls re: settlement |
| Michael DiYanni | 10/1/2023 | 1 hour(s) | Call re Gemini proposal |
| Brian Tichenor | 10/1/2023 | 1 hour(s) | Call re Gemini proposal |
| Brendon Barnwell | 10/2/2023 | 2 hour(s) | Financial modeling and analysis; internal discussions re same |
| Olivier Backes | 10/2/2023 | 1 hour(s) | Internal call re financial analysis |
| Olivier Backes | 10/2/2023 | 1 hour(s) | Dataroom and diligence process management |
| Benjamin DiPietro | 10/2/2023 | 1 hour(s) | Internal call re financial analysis |
| Jason Roden | 10/2/2023 | 1 hour(s) | Internal call re financial analysis |
| Michael DiYanni | 10/2/2023 | 1 hour(s) | Internal call re financial analysis |
| Brendon Barnwell | 10/3/2023 | 1 hour(s) | Standing weekly call with company advisors and UCC advisors |
| Brendon Barnwell | 10/3/2023 | 1 hour(s) | Internal discussions re GBTC |
| Olivier Backes | 10/3/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Olivier Backes | 10/3/2023 | 1 hour(s) | Internal calls re settlement and recovery |
| Olivier Backes | 10/3/2023 | 1 hour(s) | Review of Motion & Declaration |
| Benjamin DiPietro | 10/3/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Benjamin DiPietro | 10/3/2023 | 1 hour(s) | Internal calls re settlement and recovery |
| Barak Klein | 10/3/2023 | 1 hour(s) | Debtor advisors senior leadership working group |
| Barak Klein | 10/3/2023 | 1 hour(s) | Internal call re recovery analysis |
| Barak Klein | 10/3/2023 | 2 hour(s) | review analysis re: settlement and recovery |
| Barak Klein | 10/3/2023 | 1 hour(s) | call with company |
| Andrew Swift | 10/3/2023 | 1 hour(s) | Debtor advisors senior leadership working group |
| Andrew Swift | 10/3/2023 | 1 hour(s) | Standing weekly call with company advisors and UCC advisors |
| Jason Soto | 10/3/2023 | 1 hour(s) | Debtor advisors senior leadership working group |
| Jason Soto | 10/3/2023 | 1 hour(s) | Standing weekly call with company advisors and UCC advisors |
| Jason Roden | 10/3/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Jason Roden | 10/3/2023 | 1 hour(s) | Internal calls re settlement and recovery |
| Michael DiYanni | 10/3/2023 | 1 hour(s) | Debtor advisors senior leadership working group |
| Michael DiYanni | 10/3/2023 | 1 hour(s) | Internal call re recovery analysis |
| Brian Tichenor | 10/3/2023 | 1 hour(s) | Debtor advisors senior leadership working group |
| Barak Klein | 10/4/2023 | 2 hour(s) | multiple calls re advisors and review of analysis |
| Olivier Backes | 10/5/2023 | 1 hour(s) | Dataroom and diligence process management |
| Michael DiYanni | 10/5/2023 | 2 hour(s) | Call re distribution principles |
| Brendon Barnwell | 10/6/2023 | 2 hour(s) | Court hearing |
| Olivier Backes | 10/6/2023 | 1 hour(s) | Case Administrative matters |
| Benjamin DiPietro | 10/6/2023 | 2 hour(s) | October 6 Genesis Hearing |
| Barak Klein | 10/6/2023 | 2 hour(s) | October 6 Genesis Hearing |
| Barak Klein | 10/6/2023 | 1 hour(s) | multiple calls re: settlement |
| Andrew Swift | 10/6/2023 | 2 hour(s) | October 6 Genesis Hearing |
| Jason Soto | 10/6/2023 | 1 hour(s) | October 6 Genesis Hearing |
| Jason Roden | 10/6/2023 | 2 hour(s) | October 6 Genesis Hearing |
| Jared Dermont | 10/6/2023 | 2 hour(s) | October 6 Genesis Hearing |
| Michael DiYanni | 10/6/2023 | 2 hour(s) | October 6 Genesis Hearing |
| Brian Tichenor | 10/6/2023 | 2 hour(s) | October 6 Genesis Hearing |
| Barak Klein | 10/7/2023 | 1 hour(s) | multiple calls re: settlement |
| Barak Klein | 10/9/2023 | 1 hour(s) | review of analysis |
| Michael DiYanni | 10/9/2023 | 1 hour(s) | Internal call re financial analysis |
| Brendon Barnwell | 10/10/2023 | 1 hour(s) | Standing weekly call with company advisors and UCC advisors |
| Olivier Backes | 10/10/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Olivier Backes | 10/10/2023 | 2 hour(s) | multiple calls and review of analysis |
| Benjamin DiPietro | 10/10/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Barak Klein | 10/10/2023 | 2 hour(s) | multiple calls and review of analysis |
| Andrew Swift | 10/10/2023 | 1 hour(s) | Standing weekly call with company advisors and UCC advisors |
| Jason Soto | 10/10/2023 | 1 hour(s) | Standing weekly call with company advisors and UCC advisors |
| Jason Roden | 10/10/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Jason Roden | 10/10/2023 | 2 hour(s) | multiple calls and review of analysis |
| Olivier Backes | 10/11/2023 | 2 hour(s) | review of recovery analysis and distribution mechanics |
| Barak Klein | 10/11/2023 | 2 hour(s) | review of recovery analysis and distribution mechanics |
| Jason Roden | 10/11/2023 | 2 hour(s) | review of recovery analysis and distribution mechanics |
| Brendon Barnwell | 10/12/2023 | 3 hour(s) | Call with company and company advisors re recovery analysis; prep for same |
| Brendon Barnwell | 10/12/2023 | 1 hour(s) | Status conference |
| Olivier Backes | 10/12/2023 | 1 hour(s) | Dataroom and diligence process management |
| Olivier Backes | 10/12/2023 | 1 hour(s) | Prepared financial analysis |
| Olivier Backes | 10/12/2023 | 2 hour(s) | Supplemental Retention App |
| Benjamin DiPietro | 10/12/2023 | 1 hour(s) | Reviewed financial analysis |
| Benjamin DiPietro | 10/12/2023 | 1 hour(s) | Genesis Status Conference |
| Barak Klein | 10/12/2023 | 1 hour(s) | multiple calls and review of analysis |

| Professional | Date | Hours | Description |
|-------------------|------------|-----------|--|
| Barak Klein | 10/12/2023 | 1 hour(s) | Call with Company and debtor advisors re recovery analysis |
| Barak Klein | 10/12/2023 | 1 hour(s) | Genesis Status Conference |
| Andrew Swift | 10/12/2023 | 1 hour(s) | Genesis Status Conference |
| Jason Soto | 10/12/2023 | 1 hour(s) | Genesis Status Conference |
| Jason Roden | 10/12/2023 | 1 hour(s) | Prepared financial analysis |
| Jason Roden | 10/12/2023 | 1 hour(s) | Genesis Status Conference |
| Jared Dermont | 10/12/2023 | 1 hour(s) | Genesis Status Conference |
| Michael DiYanni | 10/12/2023 | 1 hour(s) | Call with re DCG diligence |
| Michael DiYanni | 10/12/2023 | 1 hour(s) | Call re GBTC |
| Michael DiYanni | 10/12/2023 | 1 hour(s) | Call with Company and debtor advisors re recovery analysis |
| Michael DiYanni | 10/12/2023 | 1 hour(s) | Genesis Status Conference |
| Brian Tichenor | 10/12/2023 | 1 hour(s) | Call with Company and debtor advisors re recovery analysis |
| Brian Tichenor | 10/12/2023 | 1 hour(s) | Genesis Status Conference |
| Olivier Backes | 10/13/2023 | 1 hour(s) | Supplemental Retention App |
| Brendon Barnwell | 10/16/2023 | 1 hour(s) | Call with special committee and company advisors |
| Brendon Barnwell | 10/16/2023 | 2 hour(s) | Call with company advisors re toggle plan; prep for same |
| Barak Klein | 10/16/2023 | 1 hour(s) | Special Committee Weekly Call |
| Barak Klein | 10/16/2023 | 1 hour(s) | prep for call |
| Andrew Swift | 10/16/2023 | 1 hour(s) | Special Committee Weekly Call |
| Jason Soto | 10/16/2023 | 1 hour(s) | Special Committee Weekly Call |
| Jared Dermont | 10/16/2023 | 1 hour(s) | Special Committee Weekly Call |
| Michael DiYanni | 10/16/2023 | 1 hour(s) | Special Committee Weekly Call |
| Michael DiYanni | 10/16/2023 | 1 hour(s) | Call re plan proposal |
| Brian Tichenor | 10/16/2023 | 1 hour(s) | Special Committee Weekly Call |
| Brendon Barnwell | 10/17/2023 | 1 hour(s) | Standing weekly call with company advisors and UCC advisors |
| Olivier Backes | 10/17/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Benjamin DiPietro | 10/17/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Barak Klein | 10/17/2023 | 1 hour(s) | multiple calls and review of analysis |
| Andrew Swift | 10/17/2023 | 1 hour(s) | Standing weekly call with company advisors and UCC advisors |
| Jason Soto | 10/17/2023 | 1 hour(s) | Standing weekly call with company advisors and UCC advisors |
| Jason Roden | 10/17/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Michael DiYanni | 10/17/2023 | 1 hour(s) | Call with Cleary re process |
| Michael DiYanni | 10/17/2023 | 1 hour(s) | Calls re distribution principles |
| Brendon Barnwell | 10/19/2023 | 3 hour(s) | Financial modeling and analysis re recovery analysis; internal calls re same |
| Olivier Backes | 10/19/2023 | 1 hour(s) | Dataroom and diligence process management |
| Olivier Backes | 10/19/2023 | 1 hour(s) | Internal call re recovery analysis |
| Benjamin DiPietro | 10/19/2023 | 1 hour(s) | Internal call re recovery analysis |
| Barak Klein | 10/19/2023 | 1 hour(s) | Internal call re recovery analysis |
| Jason Roden | 10/19/2023 | 1 hour(s) | Internal call re recovery analysis |
| Michael DiYanni | 10/19/2023 | 1 hour(s) | Call re process |
| Michael DiYanni | 10/19/2023 | 1 hour(s) | Internal call re financial analysis |
| Olivier Backes | 10/20/2023 | 1 hour(s) | Supplemental Retention App |
| Jason Roden | 10/20/2023 | 4 hour(s) | Prepared financial analysis |
| Michael DiYanni | 10/20/2023 | 1 hour(s) | Call re Cleary / A&M re distribution principles |
| Olivier Backes | 10/21/2023 | 2 hour(s) | Review distribution mechanics |
| Brendon Barnwell | 10/22/2023 | 3 hour(s) | Financial modeling and analysis re recovery analysis; internal calls re same |
| Olivier Backes | 10/22/2023 | 1 hour(s) | Internal call re distribution mechanics |
| Olivier Backes | 10/22/2023 | 2 hour(s) | Review distribution mechanics |
| Benjamin DiPietro | 10/22/2023 | 1 hour(s) | Internal call re distribution mechanics |
| Barak Klein | 10/22/2023 | 1 hour(s) | Internal call re financial analysis |
| Barak Klein | 10/22/2023 | 1 hour(s) | Call re 3AC settlement principles |
| Jason Roden | 10/22/2023 | 1 hour(s) | Internal call re distribution mechanics |
| Jason Roden | 10/22/2023 | 1 hour(s) | Internal call re financial analysis |
| Michael DiYanni | 10/22/2023 | 1 hour(s) | Internal call re financial analysis |
| Michael DiYanni | 10/22/2023 | 1 hour(s) | Call re distribution principles |
| Michael DiYanni | 10/22/2023 | 1 hour(s) | Call re 3AC settlement principles |
| Brian Tichenor | 10/22/2023 | 1 hour(s) | Internal call re financial analysis |
| Brendon Barnwell | 10/24/2023 | 3 hour(s) | Court hearing |
| Olivier Backes | 10/24/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Benjamin DiPietro | 10/24/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Benjamin DiPietro | 10/24/2023 | 3 hour(s) | October 24 Genesis Hearing |
| Barak Klein | 10/24/2023 | 3 hour(s) | October 24 Genesis Hearing |
| Andrew Swift | 10/24/2023 | 3 hour(s) | October 24 Genesis Hearing |
| Jason Soto | 10/24/2023 | 1 hour(s) | October 24 Genesis Hearing |
| Jason Roden | 10/24/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Jason Roden | 10/24/2023 | 3 hour(s) | October 24 Genesis Hearing |
| Jared Dermont | 10/24/2023 | 3 hour(s) | October 24 Genesis Hearing |
| Michael DiYanni | 10/24/2023 | 3 hour(s) | October 24 Genesis Hearing |

| Professional | Date | Hours | Description |
|--------------------|------------|-----------|--|
| Brian Tichenor | 10/24/2023 | 3 hour(s) | October 24 Genesis Hearing |
| Brendon Barnwell | 10/25/2023 | 1 hour(s) | Call with DCG advisors and company advisors re plan |
| Brendon Barnwell | 10/25/2023 | 1 hour(s) | Call with company advisors and creditor advisors re plan |
| Brendon Barnwell | 10/25/2023 | 2 hour(s) | Financial modeling and analysis re recovery analysis; internal calls re same |
| Olivier Backes | 10/25/2023 | 1 hour(s) | Call with Ducera & A&M re plan |
| Olivier Backes | 10/25/2023 | 1 hour(s) | Internal call re recovery analysis |
| Benjamin DiPietro | 10/25/2023 | 1 hour(s) | Call with Ducera & A&M re plan |
| Benjamin DiPietro | 10/25/2023 | 1 hour(s) | Internal call re recovery analysis |
| Barak Klein | 10/25/2023 | 1 hour(s) | Call with Ducera & A&M re plan |
| Barak Klein | 10/25/2023 | 1 hour(s) | Call with Cleary & Creditor advisors |
| Barak Klein | 10/25/2023 | 1 hour(s) | Internal call re recovery analysis |
| Andrew Swift | 10/25/2023 | 1 hour(s) | Call with Ducera & A&M re plan |
| Jason Roden | 10/25/2023 | 1 hour(s) | Call with Ducera & A&M re plan |
| Jason Roden | 10/25/2023 | 1 hour(s) | Internal call re recovery analysis |
| Michael DiYanni | 10/25/2023 | 1 hour(s) | Call with debtor and creditor advisors |
| Michael DiYanni | 10/25/2023 | 1 hour(s) | Call re distribution principles |
| Michael DiYanni | 10/25/2023 | 1 hour(s) | Call with Ducera & A&M re plan |
| Michael DiYanni | 10/25/2023 | 1 hour(s) | Call with Cleary & Creditor advisors |
| Michael DiYanni | 10/25/2023 | 1 hour(s) | Internal call re recovery analysis |
| Brian Tichenor | 10/25/2023 | 1 hour(s) | Call with Ducera & A&M re plan |
| Brian Tichenor | 10/25/2023 | 1 hour(s) | Call with Cleary & Creditor advisors |
| Brian Tichenor | 10/25/2023 | 1 hour(s) | Internal call re recovery analysis |
| Olivier Backes | 10/26/2023 | 1 hour(s) | Dataroom and diligence process management |
| Barak Klein | 10/26/2023 | 1 hour(s) | Multiple calls and discussion |
| Michael DiYanni | 10/26/2023 | 1 hour(s) | Call with UCC advisors re proposal |
| Brian Tichenor | 10/26/2023 | 1 hour(s) | Call re distribution principles |
| Barak Klein | 10/27/2023 | 1 hour(s) | prep for meeting and review of analysis |
| Barak Klein | 10/28/2023 | 2 hour(s) | review of analysis re distribution |
| Barak Klein | 10/29/2023 | 1 hour(s) | prep for meeting and review of analysis |
| Olivier Backes | 10/30/2023 | 1 hour(s) | Review fee applications |
| Jason Roden | 10/30/2023 | 3 hour(s) | Prepared fee applications |
| Brendon Barnwell | 10/31/2023 | 1 hour(s) | Standing weekly call with company advisors and UCC advisors |
| Olivier Backes | 10/31/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Olivier Backes | 10/31/2023 | 1 hour(s) | Internal call re financial analysis |
| Olivier Backes | 10/31/2023 | 1 hour(s) | Review financial analysis |
| Benjamin DiPietro | 10/31/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Benjamin DiPietro | 10/31/2023 | 1 hour(s) | Internal call re financial analysis |
| Andrew Swift | 10/31/2023 | 1 hour(s) | Standing weekly call with company advisors and UCC advisors |
| Jason Soto | 10/31/2023 | 1 hour(s) | Standing weekly call with company advisors and UCC advisors |
| Jason Roden | 10/31/2023 | 1 hour(s) | Weekly status call with UCC Advisors |
| Jason Roden | 10/31/2023 | 1 hour(s) | Internal call re financial analysis |
| Jason Roden | 10/31/2023 | 3 hour(s) | Prepared financial analysis |
| Michael DiYanni | 10/31/2023 | 1 hour(s) | Internal discussion re process |
| 227 hour(s) | | | |

EXHIBIT B — EXPENSE SUPPLEMENT

| Category | |
|--|-----------------|
| Meals | 491.55 |
| Ground Transportation | 18.74 |
| <hr/> | |
| Total Expense Payment Requested | \$510.29 |